APPROVED by
Constituent Meeting
Minutes No. 1
dated November 09, 2016

AMENDMENTS
APPROVED by
General Members' Meeting
Minutes No.1/2019
dated April 16, 2019

AMENDMENTS APPROVED BY
the General Members' Meeting
Minutes # 1/2020
dated August 18, 2020

AMENDMENTS APPROVED BY
the General Members' Meeting
Minutes # 2/2021
dated July 27, 2021

CHARTER OF

RUSSIA RENEWABLE ENERGY DEVELOPMENT ASSOCIATION

Russian Federation
Moscow city
2021

GENERAL PROVISIONS

Article 1. Name.

1.1. Full name in Russian: АССОЦИАЦИЯ РАЗВИТИЯ ВОЗОБНОВЛЯЕМОЙ ЭНЕРГЕТИКИ

1.2. Short name in Russian: АРВЭ.

1.3. Full name of the Association in English: Russia Renewable Energy Development Association.

1.4. Abbreviated name in English: RREDA

Article 2. Legal status. Objectives and scope of activities of the Association.

2.1. RUSSIA RENEWABLE ENERGY DEVELOPMENT ASSOCIATION (hereinafter referred to as the "Association") is a corporate non-profit organization established in accordance with the legislation of the Russian Federation.

2.2. The objectives of the Association are:

1) combining the efforts of the Members of the Association, coordinating their activities and expanding cooperation in the field of renewable and hydrogen energy;

2) assistance in the development of the renewable, hydrogen energy sector and the industrial production of low-carbon hydrogen in the Russian Federation and the member states of the Eurasian Economic Union;

3) development of international cooperation in the use of renewable energy sources and low-carbon hydrogen;

4) participation in supporting the technological development of the renewable and hydrogen energy sector in the Russian Federation and the member states of the Eurasian Economic Union;

5) development and implementation of measures aimed at promoting the use of renewable energy sources for the purposes of energy supply to the population and state bodies;

6) development and implementation of measures aimed at promoting projects in the renewable energy sector and low-carbon hydrogen in the Russian and global investment community;

7) development of joint strategic decisions on representing the interests of the Association Members in the electric energy and power market;

8) assistance in the reduction of the environmental burden from the activities of fuel and energy complexes;

9) participation in the development of technical and technological training and advanced training of engineering and technical personnel - staff members of the Association, support for research and development in the field of renewable and hydrogen energy.

2.3. The Association shall not derive profits which is not the main goal of its activities nor shall it distribute profits among its Members.

2.4. The scope of activities of the Association is:

2.4.1. Consolidating Members' views to address current issues in the field of renewable and hydrogen energy.

2.4.2. Monitoring of adoption, participation in the development and preparation of opinions on draft laws and regulations, orders, instructions and other legally enforceable enactments on the development of the renewable and hydrogen energy sector in the Russian Federation and the member states of the Eurasian Economic Union.

2.4.3. Participation on its own behalf in advisory and working bodies established by ministries and departments of the Government of the Russian Federation.

2.4.4. Interaction with infrastructure organizations of the energy industry to ensure the Association's representation in the governing bodies of infrastructure organizations.

2.4.5. Organization of interaction and exchange of experience with international organizations that bring together investors and companies in the renewable and hydrogen energy sector in other countries.

2.4.6. Promoting the development of standards in the field of renewable energy.

2.4.7. Organization of research work in the interests of the Members of the Association.

2.4.8. Assistance to the establishment of a system of professional training in the field of renewable and hydrogen energy.

2.4.9. Organization and assistance in organizing and conducting educational events: seminars, conferences, round tables, symposia, meetings, forums, congresses and exhibitions.

2.4.10. Public and media relations.

2.4.11. Organization of holding or participating in scientific and scientific-technical conferences, seminars, participation in specialized industry exhibitions, organizing regular information and analytical work using the resources of the Members of the Association.

2.4.12. Publishing.

2.4.13. Information activities, including the provision of information services.

2.4.14. Consulting activities, including the provision of consulting services.

2.5. In accordance with the objectives of the Association, the Association has the right to:

1) create data banks and other information systems that contribute to improving the efficiency of the Members of the Association;

2) create own official website in the Internet information and telecommunication network;

3) assist the Members of the Association and organizations, regardless of departmental affiliation and form of ownership, on issues related to the statutory activities of the Association;

4) develop independent recommendations aimed at the development of renewable and hydrogen energy;

5) develop and publish on its own behalf or in cooperation with other organizations articles, manuals, textbooks, reference books and other manuals and training materials in accordance with the objectives and scope of the Association's activities, both in printed and in electronic form;

6) establish and develop contacts with other organizations, including foreign and international, achieve the statutory objectives of the Association;

7) arrange and conduct scientific, practical and educational events (seminars, schools, conferences, round tables, symposia, meetings, forums, congresses and exhibitions) in accordance with the objectives of the Association;

8) carry out charitable activities in accordance with the objectives of the Association.

2.6. The Association is considered to be established as a legal entity upon its state registration in accordance with the procedure established by the legislation of the Russian Federation.

2.7. The Association conducts its activities in accordance with the Constitution of the Russian Federation, the Civil Code of the Russian Federation, the Federal Law "On Non-Profit Organizations", other legislative acts of the Russian Federation and this Charter.

2.8. The Association is responsible for the safety of documents, ensures the transfer to the state custody of documents of scientific and historical significance to the Central Archives in accordance with the established list of documents.

2.9. The Association may own property transferred by Members of the Association, by third parties or acquired by the Association on its own behalf; acquire and exercise property and non-property rights; enter into civil and labor contracts, be liable; be a plaintiff and a defendant in court (including in an arbitration court), answer in court with property that can be levied under the laws of the Russian Federation.

2.10. The Association has a seal with its full name in Russian, stamps, and a form.

2.11. The Association has an independent balance sheet. The Association has the right to open accounts in banks in the territory of the Russian Federation and outside its territory in the prescribed manner.

2.12. The Association can carry out income-generating activities as long as it serves the achievement of the objectives for which the Association has been created and these activities are consistent with these objectives.

2.13. The Association is entitled to carry out on the basis of a license certain types of activities, the list of which is determined by the legislation of the Russian Federation.

Article 3. Address (location) of the Association.

3.1. Russian Federation, city of Moscow.

Article 4. Responsibility of the Association.

4.1. The Association is liable for its obligations with all property it owns. The Association is not liable for the obligations of its Members, the Members of the Association are not liable for the obligations of the Association.

Article 5. Sources of the formation of the Association's property.

5.1. Sources of the formation of the Association's property are:

1) admission (one-time) fees contributed by the applicants in the amount approved by the decision of the General Members' Meeting of the Association;

2) membership (regular) fees contributed by all Members of the Association annually in the amount approved by the General Members' Meeting of the Association;

3) additional (mandatory) fees - contributions of the Members of the Association, provided a decision on such contributions was made at the General Members' Meeting of the Association, in the amount determined in accordance with the decision of the General Members' Meeting of the Association and in accordance with the procedure defined in this Charter;

4) voluntary property fees and donations;

5) special-purpose fees;

6) revenue from the sale of goods, works or services;

7) dividends (income, interest) received on shares, bonds, other securities and deposits;

8) income derived from the Association's property;

9) other income not prohibited by the legislation of the Russian Federation.

5.2. The property transferred to the Association is its own property.

Article 6. Duration of the Association.

6.1. The Association is created for an unlimited period of time.

II. PRINCIPLES OF ACTIVITY AND FUNCTIONS OF THE ASSOCIATION

Article 7. Principles of the Association.

7.1. The Association operates on the basis of the following principles:

1) a voluntary entry into its membership and withdrawal from the membership of the Association in the manner specified by this Charter;

2) decision making by the governing bodies of the Association, taking into account the interests of the majority of the Association Members;

3) informational openness;

4) internal and external control over the activities of the governing bodies of the Association.

Article 8. Functions of the Association.

8.1. To achieve its objectives, the Association has the right to perform the following functions:

1) to develop and establish requirements for membership in the Association, including requirements for admission and withdrawal from it;

2) to prosecute the Members of the Association for the violations committed by them;

3) to facilitate the resolution of disputes arising between Members of the Association, as well as between Members of the Association and third parties;

4) to assist in the protection of the legitimate interests of the Members of the Association in their relations with third parties;

5) to assist in the protection of the legitimate interests of the Members of the Association in their relations with federal state power bodies, the state power bodies of the constituent entities of the Russian Federation, the local self-government bodies, law enforcement and judicial bodies;

6) to challenge in court the acts of the federal state power bodies, the state power bodies of the constituent entities of the Russian Federation, the local self-government bodies and the actions (inaction) of these bodies that violate the rights and legitimate interests of all or part of their Members;

7) to represent the interests of their Members in their relations with federal state power bodies, state power bodies of the constituent entities of the Russian Federation, local self-government bodies, and with international organizations;

8) to request information from state bodies of the Russian Federation, state bodies of the constituent entities of the Russian Federation, local self-government bodies and receive information from these bodies that is necessary for the Association to perform the functions assigned to it in the manner prescribed by law;

9) to study, summarize and disseminate domestic development experience in renewable and hydrogen energy, promote the establishment of relations of the Association Members with Russian partners, government, commercial and non-profit and educational organizations working in similar and related fields of activity;

10) to promote the development of draft regulatory legal acts, methodologies, guidelines, standards, regulations and procedures, systems, software products, analytical materials;

11) to conduct systematic external quality control of activities, as well as verify the validity of incoming letters, complaints and appeals regarding the quality of services performed by Members of the Association; to apply to the violators, according to the results of the inspections carried out, the measures established by the Charter;

12) to promote the development and discussion of draft laws and other normative acts of federal bodies, bodies of the constituent entities of the Russian Federation and local governments, government programs on issues related to the objectives of the Association;

13) to create property funds for the use of their funds in accordance with the objectives of the Association;

14) to exploit and develop the material, technical and social base of the Association to ensure the activities of the Association and its Members

III. MEMBERS OF THE ASSOCIATION.

Article 9. Requirements for Members of the Association.

9.1. Members of the Association may be legal entities and (or) fully capable citizens of the Russian Federation, foreign citizens and stateless persons legally residing in the Russian Federation (with the exception of cases established by international treaties of the Russian Federation or federal laws).

9.2. Citizens and legal entities wishing to join the Association shall submit to the Director of the Association a written application to join the Association, containing the consent of the person to comply with this Charter.

9.3. Legal entities wishing to join the Association shall additionally provide a copy of the decision of the governing body of the organization to join the Association, indicating the persons authorized to represent their interests in the Association.

9.4. Legal entities that are Members of the Association shall exercise their rights through authorized representatives. The authorized representative shall act without a power of attorney if he/she is the head or other person who has the right to act without power of attorney on behalf of the legal entity in accordance with its Charter. In other cases, the authorized representative shall act on the basis of a power of attorney issued in accordance with the procedure established by law.

Article 10. Rights of Members of the Association.

10.1. Association Members may:

1) participate in managing the affairs of the Association, including electing the governing bodies of the Association and being elected to the governing bodies of the Association;

2) at its discretion, withdraw from the membership of the Association on the basis of a written application in the manner established by this Charter and the internal documents of the Association;

3) receive assistance from the Association in resolving issues within its competence;

4) obtain information on the activities of the Association, get acquainted with its accounting and other documentation by sending a written request to the Director of the Association;

5) use the organizational and advisory support of the Association when considering issues affecting the legitimate interests of the Members of the Association;

6) address with comments and suggestions all issues of the activities of the governing bodies of the Association;

7) participate in the development of draft documents defining the main activities of the Association;

8) receive a document confirming membership in the Association;

9) use information provided by the Association;

10) appeal against decisions of the Association's bodies entailing civil law consequences in the cases and in the manner prescribed by the law of the Russian Federation;
11) demand, acting on behalf of the Association, compensation for losses incurred by the Association;
12) challenge, acting on behalf of the Association, the transactions made by it on the grounds stipulated by the law of the Russian Federation, and demand the application of the consequences of their invalidity, as well as the application of the consequences of the invalidity of the Association's void transactions.
13) have other rights provided for by the legislation of the Russian Federation, this Charter, decisions of the governing bodies of the Association

Article 11. Duties of the Members of the Association.

11.1. Association Members shall:
1) comply with the Charter, internal documents of the Association established by the Association for its Members;
2) contribute to the achievement of the statutory objectives of the Association, including through the implementation of the priority directions of development of the Association;
3) implement the decisions of the governing bodies of the Association;
4) make introductory (one-time), membership (regular) and additional (mandatory) fees to the Association's property in a timely manner and in full in the amount determined by the General Members' MeetingMembers' Meeting of the Association and in the manner determined by this Charter;
5) participate in the formation of the Association's property in the required amount in the manner and within the time specified by the General Members' Meeting of the Association;
6) actively participate in the activities of the Association, promote the expansion of the scale and scope of the Association, increasing the prestige and effectiveness of its work, expanding and strengthening international cooperation;
7) participate in making decisions without which the Association cannot continue its activities under the law, if his/her participation is required for decision making;
8) respect the interests of other Members of the Association, strictly abide by the terms of contracts and agreements, indemnify for the damage caused, and prevent cases of unfair competition;
9) not take actions that could harm the legitimate interests of the Association or its Members;
10) not perform actions that are intentionally aimed at causing harm to the Association;
11) not perform actions that significantly impede or make it impossible to achieve the objectives for which the Association was created;
12) not disclose confidential information on the activities of the Association;

13) provide, upon request of the governing bodies of the Association, information necessary for resolving issues related to the activities of the Association;
14) fulfill in full the obligations assumed in relation to the Association.

Article 12. Admission to the Association.

12.1. At the time of submitting an application for membership in the Association, applicants shall become familiar with the Association's Charter, the procedure for admission to the Association, the requirements established by the Association for its Members, internal documents, and the procedure for paying membership fees. The specified information is posted by the Association on its electronic website in the information and telecommunication network “Internet”.
12.2. The decision on admission to the Association is taken by the Presidium of the Association on the basis of an application for membership in the Association.
12.3. An applicant for membership in the Association is considered a member of the Association upon occurrence of both of the following conditions:
1) The Presidium of the Association issued a decision (in the manner determined by the General Members’ Meeting of the Association) on the admission of the applicant to the Association;
2) the admission fee from the applicant for entry into the Association is credited on the account of the Association.
12.4. A Member of the Association shall be issued a document confirming membership in the Association.
12.5. Information on joining the Association shall be included in the Register of Members of the Association.
12.6. In the case of a decision to refuse admission, the Association shall send the applicant a written refusal to become a Member of the Association without necessarily giving any reason.

Article 13. Association's Members voluntary withdrawal from the Association.

13.1. A member of the Association may at any time withdraw from the membership of the Association at its own discretion.
13.2. In order to exercise the right of voluntary withdrawal, the member of the Association shall submit a corresponding application addressed to the Director of the Association. The application for voluntary withdrawal shall be accompanied by a document issued by the Association confirming membership in the Association. Membership in the Association shall be terminated from the date of submission of the application of voluntary withdrawal from the Association.
13.3. A Member of the Association is not entitled to receive, upon leaving the Association, a part of its property or the value of this property, including the value of the property transferred by the Member of the Association to its ownership (as an admission, membership or other fees).

13.4. A person or entity having voluntarily withdrawn from the Association shall have no right to refer to its membership in the Association from the date of such voluntary withdrawal.

13.5. The Association may publish a message about voluntary withdrawal of a person or entity from the Association at its web site in the Internet as well as in mass media.

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IV. RESPONSIBILITY OF THE ASSOCIATION MEMBERS

Article 14. Responsibility of the Association Members for violation of the Charter.

14.1. The following liability measures may be applied to Members of the Association who have committed a violation of the provisions of this Charter:

1) a warning;

2) withdrawal from the Members of the Association.

14.2. The decision to hold a member of the Association accountable shall be taken by the Presidium of the Association and approved by the General Members' Meeting of the Association.

Article 15. Withdrawal from the Members of the Association.

15.1. The withdrawal from the Members of the Association is made by the Presidium of the Association (in the order determined by the General Members' Meeting of the Association).

15.2. Withdrawal from the Members of the Association may be made:

1) in cases when Membership in the Association contradicts the requirements of the current legislation of the Russian Federation;

2) in the event of the repeated warning of a Member of the Association for violation of the norms of the Charter during the year;

3) in case of non-elimination by a Member of the Association of violations of the Charter revealed through the audits by the Presidium within the period of time specified in the warning;

4) in the case of late and / or incomplete payment by a Member of the Association of membership (regular) and (or) additional (mandatory) fees;

5) in the event of damage by actions (inaction) to the reputation (prestige) of the Association or its Members;

6) in case of non-fulfillment of decisions of the governing bodies of the Association, taken within their competence within the period of time specified in the warning;

7) in the event of non-fulfillment of duties imposed on a Member of the Association in accordance with the Charter within the period of time specified in the warning;

15.3. A Member who/which is withdrawn from the Association shall be considered as such from the moment when the Presidium of the Association makes a decision to withdraw a Member of the Association in accordance with the procedure established by the General Members' Meeting of the Association.

15.4. A Member withdrawn from the Association has the right to receive a copy of the decision of the Presidium of the Association and is obliged within two weeks from the moment when the Presidium of the Association made the decision to withdraw, to surrender the document confirming Membership in the Association.
15.5. A Member withdrawn from the Association may not refer to the Membership in the Association after withdrawal.
15.6. A Member withdrawn from the Association has the right to appeal against the decision of the Presidium of the Association to withdraw him/her at the General Members' Meeting of the Association.
15.7. The Association has the right to place on its website in the information and telecommunication network "Internet", as well as in the media, a notice on the withdrawal of a Member from the Association and (or) invalidity of a document confirming membership in the Association in the event of its non-return.
15.8. A person or entity withdrawn from the Association shall have no right to request any return of property or cost of such property from the Association at Withdrawal, including non-repayment of contributed membership or additional fees.

V. STRUCTURE OF GOVERNING BODIES OF THE ASSOCIATION

Article 16. The governing bodies of the Association.

16.1. The governing bodies of the Association are:
1) General Members' Meeting of the Association;
2) Presidium of the Association;
3) Co-Chairs of the Association;
4) Director of the Association.
16.2. Governing bodies shall manage the activities of the Association in accordance with their competence as defined by this Charter.
16.3. By decision of the General Members' Meeting of the Association, the powers of the elected governing bodies of the Association may be terminated early in the event of:
1) gross violation of their duties;
2) detected inability to conduct business properly;
3) repeated violation of the requirements of this Charter;
4) damage by their actions (inaction) to the reputation (prestige) of the Association or its Members;
5) non-compliance with the decisions of the General Members' Meeting of the Association and other governing bodies of the Association, adopted within their competence;
6) if there are other serious grounds;
7) voluntary refusal according to a personal application.
16.4. Upon termination of the powers of the elected governing bodies of the Association, all documents related to the activities of the Association shall be transferred according to its inventory to the Director of the Association.

16.5. The governing bodies of the Association are obliged in their activities to comply with the requirements of current legislation, be guided by the requirements of this Charter and the decisions of the General Members' Meeting of the Association.
16.6. A decision of the governing body of the Association, made in violation of the requirements of the legislation of the Russian Federation, of this Charter and violating the rights and legitimate interests of a member of the Association, may be declared invalid by a court upon the application of this member of the Association.

Article 17. General Meeting of the Association Members.
17.1. The supreme governing body of the Association is the General Members' Meeting of the Association.
17.2. The main function of the General Members' Meeting of the Association is to ensure that the Association complies with the statutory objectives for which it was created.
17.3. The General Members' Meeting of the Association is held in the form of joint attendance by the Members of the Association. The General Members' Meeting of the Association may be held in the form of absentee voting in the manner prescribed by the current legislation of the Russian Federation, the Regulation on the Preparation and Holding of the General Members' Meeting, this Charter and the internal documents of the Association.
17.4. The Regulation on the Preparation and Holding of the General Members' Meeting of the Association approved by the decision of the General Meeting shall be published by the Association in electronic form at the official web site of the Association in the Internet.

Article 18. Forms of the General Members' Meeting of the Association.
18.1. The General Members' Meeting of the Association may be regular and extraordinary.
18.2. The regular General Meeting of the Association Members is held once a year to summarize the work of the Association's governing bodies during the reporting period.
18.3. An extraordinary General Members' Meeting of the Association is held between successive General Meetings in cases specified by this Charter, to resolve issues that are within the exclusive competence of the General Members' Meeting of the Association

Article 19. Competence of the General Members' Meeting of the Association.
19.1. The exclusive competence of the General Members' Meeting of the Association shall include the following issues, and the decisions on such issues shall be made by the number of votes indicated below:

Item No.	ISSUES RELATED TO THE COMPETENCE OF THE GENERAL MEMBERS' MEETING OF THE ASSOCIATION	NUMBER OF VOTES REQUIRED TO MAKE A DECISION ON THE ISSUE PUT TO THE VOTE
	AMENDMENT OF THE CHARTER	
19.2.	Approval and Amendment of the Association Charter	Qualified majority of 4/5 of votes from the total number of votes of the members present at the meeting (hereinafter in this Article – "Qualified majority of 4/5 of votes). A decision on this issue can be made only at a voting in a form of joint presence of the Association members in person.
	REORGANIZATION AND WINDING UP OF THE ASSOCIATION	
19.3.	Reorganization and winding up of the Association	Qualified majority of 4/5 of votes A decision on this issue can be made only at a voting in a form of joint presence of the Association members in person.
19.4.	Appointment of a Liquidation Committee (Receiver) and approval of an interim and liquidation balance sheets.	Qualified majority of 4/5 of votes, (hereinafter in this Article "Qualified majority of 4/5 of votes") A decision on this issue can be made only at a voting in a form of joint presence of the Association members in person.
	ASSOCIATION MANAGEMENT BODIES	
19.5.	Election of the Association management bodies (Association Director, Co-Chairs, Association	Qualified majority of 4/5 of votes.

Item No.	ISSUES RELATED TO THE COMPETENCE OF THE GENERAL MEMBERS' MEETING OF THE ASSOCIATION	NUMBER OF VOTES REQUIRED TO MAKE A DECISION ON THE ISSUE PUT TO THE VOTE
	Presidium, Internal Auditor) and termination of their appointment.	A decision on this issue can be made only at a voting in a form of joint presence of the Association members in person.
FEES TO THE ASSOCIATION		
19.6.	Decision on the definition on the procedure of determination of the amount and method of contribution of entry (one-off), membership (regular) fees and additional (mandatory) contributions.	Qualified majority of 2/3 of votes A decision on this issue can be made only at a voting in a form of joint presence of the Association members in person.
19.7.	Decision on the payment of additional contributions to the property of the Association by all the members of the Association.	Qualified majority of 4/5 of votes A decision on this issue can be made only at a voting in a form of joint presence of the Association members in person.
CONTROL OVER FINANCIAL AND ECONOMIC ACTIVITY OF THE ASSOCIATION		
19.8.	Approval of the annual report, accounting (financial) statements and annual balance sheet of the Association.	Qualified majority of 2/3 of votes. A decision on this issue can be made only at a voting in a form of joint presence of the Association members in person.
19.9.	Approval of the annual financial plan (budget estimates) of the Association and amendment thereof.	Qualified majority of 2/3 of votes.

Item No.	ISSUES RELATED TO THE COMPETENCE OF THE GENERAL MEMBERS' MEETING OF THE ASSOCIATION	NUMBER OF VOTES REQUIRED TO MAKE A DECISION ON THE ISSUE PUT TO THE VOTE
		A decision on this issue can be made only at a voting in a form of joint presence of the Association members in person.
19.10	Approval of the auditing company or an individual auditor of the Association for the audit of the current state of affairs of the Association.	Qualified majority of 2/3 of votes. A decision on this issue can be made only at a voting in a form of joint presence of the Association members in person.
OTHER ISSUES		
19.11	Identification of the priority activities of the Association, the principle of its property formation and use.	Qualified majority of 2/3 of votes. A decision on this issue can be made only at a voting in a form of joint presence
19.12.	Definition of the procedure of admittance and withdrawal of the Association members.	Qualified majority of 2/3 of votes. A decision on this issue can be made only at a voting in a form of joint presence
19.13	Making decisions on the establishment of other legal entities by the Association, on participation of the Association in other legal entities, on the establishment of the branches and representative offices of the Association.	Qualified majority of 2/3 of votes. A decision on this issue can be made only at a voting in a form of joint presence of the Association members in person.

Item No.	ISSUES RELATED TO THE COMPETENCE OF THE GENERAL MEMBERS' MEETING OF THE ASSOCIATION	NUMBER OF VOTES REQUIRED TO MAKE A DECISION ON THE ISSUE PUT TO THE VOTE
19.14.	Making decisions on termination of the activity of other legal entities established by the Association, making decisions on termination of the participation of the Association in other legal entities.	Qualified majority of 2/3 of votes. A decision on this issue can be made only at a voting in a form of joint presence

19.15. The competence of the General Members' Meeting of the Association shall include the following issues, and the decisions on such issues shall be made by the number of votes indicated below:

Item №.	MATTERS CONNECTED WITH THE GENERAL MEMBERS' MEETING	
19.16.	Making a decision on the proceedings of the General Members' Meeting of the Association in the part that is not governed by the Federal Law "On Non-Profit Organizations", the Charter, the Regulation on Preparation and Holding of the General Meeting and other internal documents of the Association.	Simple majority of the total number of votes of the members present at the meeting (hereinafter in this Article – "Simple Majority of Votes")
19.17.	Election of the Chairman of the General Members' Meeting of the Association.	Simple Majority of Votes
19.18.	Election of the Secretary of the General Members' Meeting of the Association (if the Secretary of the Association Presidium is absent).	Simple Majority of Votes
19.19.	The Regulation on Preparation and Holding of the General Members' Meeting of the Association.	Simple Majority of Votes
19.20.	Approval of the Regulation on the Members of the Association.	Simple Majority of Votes
19.21.	Approval of the Regulation on the Presidium of the Association.	Qualified majority of 2/3 of votes. A decision on this issue can be made only at a voting in a form of joint presence of the Association members in person

19.22.	Making decisions on other matters which are imperatively within the competence of the General Members' Meeting of the Association under the Charter or under the current legislation of the Russian Federation.	Simple Majority of Votes (except for the cases when a larger number of votes is required under the current law of the Russian Federation or under this Charter).

Article 20. Procedure for convening the General Members' Meeting of the Association.

20.1. The regular General Meeting of the Association Members is convened annually by decision of the Association Presidium in accordance with the procedure defined in this Charter.

20.2. An extraordinary General Meeting of the Association Members is convened to resolve issues, decisions which cannot be postponed until the next regular General Meeting of the Association Members.

20.3. The decision to convene an extraordinary General Meeting of the Association Members is taken by the Association Presidium on the following grounds:

1) at the request of at least 30 percent of the total number of the Members of the Association;

2) at the initiative of the Director of the Association;

3) at the initiative of the Co-Chair(s) of the Association;

4) under a decision of the Presidium of the Association.

20.4. The date of the extraordinary General Meeting of the Association Members is set no earlier than 30 days and no later than 60 days from the date of the adoption of the relevant decision by the Presidium of the Association, or from the date of receipt of a request of convocation of the General Meeting by the Presidium of the Association.20.5. In the decision of the Presidium of the Association to hold a General Meeting of the Association Members, the following shall be determined:

1) the status of the General Members' Meeting of the Association: regular or extraordinary

2) the basis of convocation for an extraordinary General Meeting of the Association;

3) the date, place and time of the General Members' Meeting of the Association;

4) the provisional agenda of the General Members' Meeting of the Association;

5) the deadline for accepting the proposals of the Association Members on the agenda of the General Members' Meeting of the Association;

6) a list of information and materials for preliminary familiarization by Members of the Association, as well as the procedure for such familiarization;

7) the procedure for voting on each issue on the agenda (open or closed using ballots);

8) other issues necessary for the preparation for the General Members' Meeting of the Association.

20.6. The final agenda of the General Members' Meeting of the Association is approved by the General Members' Meeting of the Association in accordance with the procedure defined by the Regulation on Preparation and Holding of the General Meeting, taking into account the provisional agenda prepared by the Association Presidium

Article 21. Formation of the agenda of the General Members' Meeting of the Association.

21.1. The Presidium of the Association writes up the provisional agenda of the General Members' Meeting of the Association and submits it for approval to the General Members' Meeting of the Association. The agenda includes a list of applicants for elective positions, indicating the applicant's last name, first name, patronymic name, means of communication with him/her, as well as other information characterizing the applicant.

21.2. Any member of the Association has the right to make proposals on the inclusion of additional issues on to the agenda of the regular General Meeting of the Association no later than 20 days, and in the case of an extraordinary General Meeting of the Association, no later than 10 days before the date of its holding. Based on the results of the consideration of proposals for the inclusion of additional issues on the agenda, the Presidium of the Association approves the provisional agenda of the General Members' Meeting of the Association.

21.3. Issues and nominees for the elective positions in the Association must compulsorily be included in the provisional agenda of the regular General Meeting of the Association Members if proposals for their discussion and voting were submitted in writing in accordance with the procedure established by this Charter by at least 10 percent of the number of Members of the Association, including issues and nominees proposed by Members of the Presidium, Co-Chair(s) or the Director of the Association.

21.4. The agenda shall not include issues that are not within the competence of the General Members' Meeting of the Association and (or) do not comply with the requirements of the legislation of the Russian Federation.

21.5. Proposals to the agenda of the regular or extraordinary General Meeting of the Association Members shall be sent to the Association in writing, signed by the person (body) or his/her/its representative who shall ensure the proposal is submitted before, no less than 20 days for the regular or 10 days for the extraordinary General Meeting of the Association. Proposals to the agenda of the General Members' Meeting of the Association may be communicated in a manner that ensures earliest receipt of the proposal (by telephone, telegraph, facsimile, etc.) or handed over personally against receipt. In the event of non-inclusion, a Member has the right to refer to the fact that a proposal has been submitted to the agenda of the General Meeting of Association Members only if he/she/its has relevant evidence to this effect.

Article 22. Competence of the General Members' Meeting of the Association. Quorum. Repeated General Meeting of Association Members.

22.1. The General Members' Meeting of the Association is competent for the adoption of all issues pertaining to its competence if it is attended by 2/3 of the Members of the Association (quorum).

22.2. In the absence of a quorum one hour after the appointed time for holding the General Members' Meeting of the Association (unless this period is extended by the majority of the Members of the Association that are actually present), such a General Meeting of the Association Members is declared invalid.

22.3. Within 5 days from the originally appointed date of the invalid General Meeting of the Association, the Presidium of the Association sets a new date for holding a valid General Meeting of the Association, which shall be no later than 60 days after the originally appointed date of the invalid General Meeting of the Association. The agenda of the valid General Meeting of the Association shall be the same as the agenda of the invalid General Meeting of the Association.

Article 23. Notification of the Members of the Association of the General Members' Meeting of the Association.

23.1. The Association shall arrange the notification of the Association Members about the date of the General Members' Meeting of the Association using postal and/or electronic communications no less than 30 days before the regular General Meeting of the Association Members and no less than 25 days before the extraordinary General Members' Meeting Associations. The notification shall indicate the procedure for familiarization with the materials of the forthcoming General Meeting of the Association Members.

23.2. If the General Members' Meeting of the Association has been declared invalid due to the absence of a quorum, the Presidium of the Association shall notify Members of the Association about holding a valid General Meeting of the Association no less than 30 days prior to its holding.

Article 24. Procedure for conducting the General Members' Meeting of the Association.

24.1. The General Members' Meeting of the Association shall be held in accordance with the procedures established by this Charter and the Regulation on Preparation and Holding of the General Members' Meeting of the Association, and where not regulated by these documents, by decision of the General Members' Meeting of the Association.

24.2. Before the opening of the General Members' Meeting of the Association the Presidium of the Association, shall register the Association Members present.

24.3. Registration of participants of the General Members' Meeting of the Association shall be carried out on the basis of data from the Register of Members of the Association on the date of the General Members' Meeting of the Association, as well

as on the basis of documents identifying the Members of the Association eligible to attend the General Members' Meeting of the Association.

24.4. The General Members' Meeting of the Association shall be opened at the time indicated in the notification on holding the General Members' Meeting of the Association or later by decision of a majority of the participants of the General Members' Meeting of the Association, properly registered at that time.

24.5. The General Members' Meeting of the Association shall be opened by the Chairman of the Meeting, whose duties shall be performed by one of the Co-Chairs, and in his/her absence by one of the members of the Presidium of the Association.

24.6. The Chairman of the Meeting shall arrange elections for the Counting Commission and other bodies necessary for holding the General Members' Meeting of the Association.

24.7. The Chairman of the Meeting shall preside the General Members' Meeting of the Association following the agenda circulated and the Regulationon Preparation and Holding of the General Meeting approved by the General Members' Meeting of the Association.

Article 25. Procedure for making decisions at the General Members' Meeting of the Association.

25.1. Decisions of the General Members' Meeting of the Association shall be taken by open or closed (secret) voting by the Members of the Association present. When nominating several candidates for election to elective posts, voting shall be strictly secret.

25.2. When voting at the General Members' Meeting of the Association, each Member of the Association has one vote. The procedure for voting on each issue on the agenda is determined by the Regulation on Preparation and Holding of the General Members' Meeting of the Association or by the decision of the General Members' Meeting of the Association.

25.3. Absentee voting (by poll) of Members of the Association who are absent from the General Meeting of Association Members is possible through postal, telegraph, teletype, telephone, electronic or other communication ensuring the authenticity of transmitted and received messages.

25.4. In the case of holding the General Members' Meeting by absentee voting, necessary information and materials on the issues included on the agenda of the General Members' Meeting, the date of the start of voting and the deadline for the voting procedure shall be sent to the Members of the Association at least 10 (ten) days before the date of the General Members' Meeting.

25.5. The minutes on the results of absentee voting shall include:

1) date, time and place of the General Members' Meeting of the Association (if voting takes place in the form of joint attendance);

2) name and registration number of the Minutes of the General Members' Meeting of the Association;

3) type of the General Members' Meeting of the Association (ordinary or extraordinary meeting);

4) format of the General Members' Meeting of the Association (in the form of joint attendance (voting in person) or in the form of voting by correspondence (absentee voting);

5) issues on the agenda, on which the voting took place;

6) date, until which the documents containing the information on the voting were accepted;

7) total number of voices of the present members of the Association (quorum);

8) information on the persons who took part in the General Members' Meeting of the Association;

9) voting results on each point of the agenda (distribution of votes);

10) information on the persons who took count of votes;

11) information on the persons who voted against the decision of the meeting and who demanded that the corresponding entry be incorporated in the Minutes of the General Members' Meeting of the Association;

12) information on the persons who signed the Minutes of the General Members' Meeting of the Association.

25.6. The transfer of a vote by a member of the Association who is absent from the General Members' Meeting of the Association to another member of the Association is prohibited.

25.7. Decisions of the General Members' Meeting of the Association shall be recorded in the minutes of the General Members' Meeting of the Association, which is kept by the Secretary, elected by the General Members' Meeting of the Association.

25.8. The minutes shall be drawn up in an arbitrary form with the obligatory indication of the total number of votes present at the General Members' Meeting of the Association (quorum), the number of votes required to make a decision on each agenda issue, the distribution of votes of the Members of the Association on each agenda issue adopted at the General Members' Meeting of the Association and the final decision on each agenda issue.

25.9. Decisions adopted by the General Members' Meeting of the Association and the composition of the Association Members present at their adoption do not require notarization and are confirmed by the signing of the minutes. The minutes shall be signed by the Chairman of the Meeting and the Secretary no later than 5 working days after the date of the General Members' Meeting of the Association.

25.10. The content and timeliness of the specified minutes is the responsibility of the Chairman of the General Members' Meeting of the Association.

25.11. The minutes of the General Members' Meeting of the Association, duly executed, shall be transmitted to the Director of the Association, who is obliged to ensure their safety.

25.12. Decisions of the General Members' Meeting of the Association, as well as voting results, shall be communicated to all the members of the Association within

five (5) business says after the signing of the Minutes of the General Meeting of the Association by sending copies of the decisions by courier service, postal, facsimile, electronic or other types of communication. Sending copies of the decisions shall be the responsibility of the Director of the Association

25.13.The content of the decisions taken by the General Members' Meeting of the Association may be disclosed by the decision of the Presidium of the Association to be taken by a simple majority of votes of the present members, through a publication on the official web-site of the Association on the Internet in the form of a press-release, the draft of which shall be prepared by the Director of the Association.

Article 26. The Presidium of the Association.

26.1. The Presidium of the Association is a collegial executive body of the Association. The term of the Presidium of the Association is 2 (two) years.

26.2. The composition of the Presidium of the Association is elected at the General Members' Meeting of the Association from among the Members of the Association. The Director of the Association shall be a member of the Presidium by virtue of his position.

26.3. When the Association is being established, the composition of the Presidium of the Association is formed by the Constituent Meeting from among the founders. Subsequently, other Members of the Association may be elected to the Association Presidium in the quantity determined by the General Members' Meeting of the Association.

26.4. The number of Presidium members shall not be more than 16 (sixteen).

26.5. The work of the Association Presidium shall be coordinated by the Co-Chairs of the Association.

26.6. The meetings of the Presidium of the Association shall be convened by the Co-Chairs of the Association as necessary, but at least once a quarter.

26.7. An extraordinary meeting of the Presidium may be convened at the initiative of the Director of the Association, Co-Chair(s), and (or) a group of at least 30% (thirty per cent) of the total number of the Presidium members.26.8. The date, place and time of the meeting of the Presidium of the Association, as well as its agenda shall be communicated to the Members of the Presidium of the Association by the Co-Chairs of the Association no later than one week before the date of the meeting.

26.9. The meeting of the Presidium of the Association shall be opened by the Chairman of the meeting, whose duties are performed by one of the Co-Chairs of the Association, and in their absence - by one of the Members of the Presidium of the Association.

26.10. The meeting of the Presidium of the Association shall be valid if 2/3 of the Members of the Presidium of the Association attend it. Decisions shall be taken by open or closed (secret) voting. Each member of the Association Presidium has one vote.

26.11. The decisions of the Presidium of the Association shall be documented in the minutes to be signed by the Chairman and Secretary of the meeting, elected from among the Members of the Presidium present at the meeting.
26.12. The decisions made by the Presidium shall be communicated to all the members of the Association within 5 (five) business days after the meeting was held. The responsibility for keeping the minutes of meetings of the Presidium of the Association lies with the Director of the Association.
26.13. The decisions made by the Presidium shall be communicated to all the members of the Association Presidium by sending copies of such decisions to the members of the Association Presidium.
26.14. The content of the decisions made by the Presidium of the Association may be disclosed under a decision of the Presidium of the Association to be made by simple majority of votes of the attending members, by way of publication at the official web site of the Association in the Internet in the form of a press-release, the draft of which shall be prepared by the Director of the Association.
26.15. A decision of the Presidium of the Association may be taken without conducting a meeting or a meeting, by absentee voting (by poll). Such voting may be held through the exchange of documents by postal, telegraph, teletype, telephone, electronic or other type of communication, ensuring the authenticity of transmitted and received messages.
26.16. The Director of the Association shall obligatorily notify all the members of the Presidium of the meeting by absentee voting no later than 10 days before the date of the meeting by absentee voting.
26.17. The proposed agenda shall obligatorily be specified in the notification. Before the start of voting, it shall be made possible for all the members of the Presidium of the Association to familiarize with all the necessary information and materials, with the possibility to include additional issues in the agenda, with the binding obligation to notify all the members of the Presidium of the Association of the amended agenda before the start of voting, as well as with the end time of the voting procedure.
26.18. The following shall be specified in the absentee voting results report:
1) date, until which the documents containing the information on the voting of the Presidium of the Association were accepted;
2) information on the persons who took part in the voting;
3) voting results with respect to each point of the agenda;
4) information on the persons who took count of votes;
5) information on the persons who signed the report.
26.19. Issues related to the work of the Presidium, which are not reflected in this Charter, may be reflected in the Regulation on the Presidium, approved by the General Members' Meeting of the Association

Article 27. Competence of the Presidium of the Association.

27.1. The competence of the Presidium of the Association shall include the following matters, and the decisions on these matters shall be made by the number of votes indicated below:

Item No.	ISSUES BELONGING TO THE COMPETENCE OF THE PRESIDIUM OF THE ASSOCIATION	NUMBER OF VOTES REQUIRED TO MAKE A DECISION ON THE ISSUE PUT TO THE VOTE
STRUCTURAL DIVISIONS OF THE ASSOCIATION		
27.1.1.	Taking decisions on the establishment of committees, commissions, working groups and other internal structural divisions of the Association with respect to the areas of activities of the Association.	Simple majority of votes of the total number of votes of the members, present at the meeting (for the purpose of this article hereinafter referred to as "Simple majority of votes").
FINANCIAL AND ECONOMIC ACTIVITIES OF THE ASSOCIATION		
27.1.2.	Taking decisions on the amounts and procedure for the expenditure of financial resources and other assets of the Association in accordance with the Annual Financial Report (Cost Estimate), approved by the General Members' Meeting of the Association.	3/4 majority of the total number of votes of the members, present at the meeting (for the purpose of this article hereinafter referred to as "3/4 majority of votes").
APPROVAL OF THE DOCUMENTS OF THE ASSOCIATION		
27.1.3.	Approval and amendment of the internal documents regulating the activities of the management and control bodies of the Association, with the exception of the documents, the approval of which, according to the Charter, falls within the competence of the General Members' Meeting of the Association.	3/4 majority of votes
27.1.4.	Approval of regulations on the committees, commissions, working groups with respect to the areas of activities of the Association.	Simple majority of votes
ISSUES RELATED TO THE GENERAL MEMBERS' MEETING OF THE		

Item No.	ISSUES BELONGING TO THE COMPETENCE OF THE PRESIDIUM OF THE ASSOCIATION	NUMBER OF VOTES REQUIRED TO MAKE A DECISION ON THE ISSUE PUT TO THE VOTE
	ASSOCIATION	
27.1.5.	Taking a decision to convene an extraordinary General Members' Meeting of the Association.	Simple majority of votes
27.1.6.	Drafting the agenda, convening and notifying of the General Members' Meeting of the Association.	Simple majority of votes
27.1.7.	Ensuring the implementation of the decisions of the General Members' Meeting of the Association.	Simple majority of votes
	ISSUES RELATED TO THE MEETINGS OF THE PRESIDIUM	
27.1.8.	Election of the Secretary of the Presidium of the Association.	Simple majority of votes
27.1.9.	Election of the Secretary of the meeting of the Presidium of the Association (in case of absence of the Secretary of the Presidium of the Association).	Simple majority of votes
	OTHER ISSUES	
27.1.10.	Taking decisions on the admission of new members to the Association in accordance with the procedure, prescribed by this Charter, Regulation on Members and decisions of the General Members' Meeting of the Association.	Simple majority of votes
27.1.11.	Taking decisions on the exclusion of members from the Association in accordance with the procedure, prescribed by this Charter, Regulation on Members and decisions of the General Members' Meeting of the Association.	3/4 majority of votes

Item No.	ISSUES BELONGING TO THE COMPETENCE OF THE PRESIDIUM OF THE ASSOCIATION	NUMBER OF VOTES REQUIRED TO MAKE A DECISION ON THE ISSUE PUT TO THE VOTE
27.1.12.	Handling complaints against the actions of the members of the Association and cases of violation of the requirements of the standards, terms and conditions of membership in the Association on the part of its members, and taking decisions on bringing members of the Association to responsibility in accordance with the procedure, prescribed by this Charter, Regulation on Members and decisions of the General Members' Meeting of the Association.	3/4 majority of votes
27.1.13.	Approval of transactions, in the settlement of which there is an interest in cases, established by the Federal Law "On Non-Profit Organizations"; Approval of transactions, recognized as interested party transactions in accordance with the applicable legislation of the Russian Federation, the Association is or intends to be a party to; Approval of transactions, the object of which is the goods, works or services, the value of which exceeds the amount, established by the decision on procurement of goods, works, services of the Presidium.	Two-thirds majority of votes
27.1.14.	Approval of reports of the Director, Co-Chairs, representatives of dedicated committees, commissions, working groups and other internal structural divisions of the Association on the results of their activities.	Simple majority of votes

Item No.	ISSUES BELONGING TO THE COMPETENCE OF THE PRESIDIUM OF THE ASSOCIATION	NUMBER OF VOTES REQUIRED TO MAKE A DECISION ON THE ISSUE PUT TO THE VOTE
27.1.15.	Taking decisions on the issues of defining the position of the Association with respect to the regulatory legal acts, non-regulatory legal acts of the Government of the Russian Federation and agreement on joining the trading system of the wholesale market.	4/5 majority of votes of the total number of votes of the members, present at the meeting.
27.1.16.	Taking decisions on other issues, which, in accordance with the applicable legislation of the Russian Federation and this Charter, do not fall within the competence of the General Members' Meeting of the Association and the Director of the Association.	Simple majority of votes (with the exception of the cases where more votes are required in accordance with the applicable legislation of the Russian Federation or this Charter)

Article 28. Co-Chairs of the Association.

28.1. The Co-Chairs of the Association shall be elected from among the Members of the Association by the General Members' Meeting of the Association. The Co-Chairs of the Association shall act on behalf of the Association jointly, distributing duties and authorities between themselves and coordinating with each other their implementation.

28.2. The Co-Chair of the Association is the sole executive body, which is elected for a period of 5 (five) years and can be re-elected an unlimited number of times.

28.3. The Co-Chair of the Association shall act solely in the interests of the Association and be personally responsible for the execution of his/her duties.

28.4. The Co-Chair of the Association shall be accountable to the General Members' Meeting of the Association and the Presidium of the Association.

28.5. The Co-Chair of the Association shall:

1) act based on a power of attorney on behalf of the Association, including representing its interests and conducting transactions;

2) represent the Association in government bodies, local governments, state, commercial and non-profit Russian, foreign and international organizations engaged in the development of the statutory objectives of the Association;

3) coordinate the work of the Presidium of the Association, determine the activities of the Presidium and assign the obligations of its Members;

4) prepare materials, projects and proposals on issues submitted for consideration by the General Members' Meeting;
5) ensure the implementation of decisions of the General Members' Meeting of the Association, the implementation of programs, projects and activities of the Association;
6) annually report to the General Members' Meeting of the Association and the Presidium of the Association on the results of his/her activities;
7) exercise other powers that are not within the competence of other bodies of the Association.
28.6. The Co-Chair shall act in the interests of the Association in good faith and reason.
28.7. The Co-Chair shall be responsible for the actions of the Association, in accordance with the legislation of the Russian Federation.

Article 29. Director of the Association.
29.1. The Director of the Association is the sole executive body of the Association, acting without a power of attorney on behalf of the Association.
29.2. The Director of the Association shall be elected by the General Members' Meeting of the Association for a period of 5 (five) years and may be reelected an unlimited number of times.
29.3. When the Association is being established, the Director of the Association shall be elected by the Constituent Meeting from among the founders.
29.4. The Director of the Association shall act solely in the interests of the Association and be personally responsible for the execution of the duties assigned to him/her.
29.5. The Director of the Association shall be accountable to the General Members' Meeting of the Association and the Presidium of the Association.
29.6. The Director of the Association shall:
1) act without a power of attorney on behalf of the Association, including representing its interests and conducting transactions;
2) issue powers of attorney for the right of representation on behalf of the Association, including powers of attorney with the right of transfer of powers;
3) provide general management of all activities of the Association;
4) carry out general management of the activities of the committees, councils, commissions, associations and working groups established by the Association;
5) approve the rules, procedures and other internal documents of the Association, with the exception of documents that by this Charter are the sole competence of the General Members' Meeting of the Association;
6) submit to the General Members' Meeting the nominees for new Members of the Association Presidium;
7) submit to the General Members' Meeting the nominees for the Co-Chairs of the Association;

8) submit to the General Members' Meeting of the Association the issue of the early termination of the activities of the Members of the Presidium of the Association and other officials of the Association;
9) bring for consideration by the General Members' Meeting of the Association the early termination of the activities of the Co-Chairs of the Association;
10) prepare materials, projects and proposals on issues submitted for consideration by the General Members' Meeting;
11) establish the number of employees of the staff of the Association, determine the standards for the costs of their labor;
12) ensure the implementation of decisions of the General Members' Meeting of the Association, the implementation of programs, projects and activities of the Association;
13) within his/her competence, make decisions and issues orders or other acts on the activities of the Association, binding for Members and staff members of the Association;
4) manage the Association's property within the limits established by the General Members' Meeting of the Association, this Charter and the current legislation of the Russian Federation;
15) on behalf of the Association, interact with state bodies, local governments, state, commercial and non-profit Russian, foreign and international organizations and citizens;
16) arrange raising investments to expand the scope of the Association, to finance its projects and programs;
17) manage the international activities of the Association;
18) make on behalf of the Association complaints and claims against Russian and foreign legal entities and citizens;
19) report annually to the General Members' Meeting of the Association and the Presidium of the Association on the results of his/her activities;

Article 30. Conflict of Interest.

30.1. A conflict of interests of the Association and of the Director of the Association, as the sole executive body of the Association, is possible due to their respective authority to perform certain actions on behalf of the Association, including transactions with other organizations or citizens from which the latter may potentially derive certain benefits.
30.2. In order to avoid such conflict of interests between the Association and the Director of the Association, he/she shall not use any value of the Association (assets, property and non-property rights, confidential information) for purposes not provided for by this Charter.
30.3. If the Director of the Association engages into actions that are not expressly provided for in this Charter, he/she shall report his/her possible interest in these actions

to the Presidium of the Association and carry out these actions only after a positive decision by the Presidium of the Association.

30.4. An interested party transaction and / or a transaction which was made in violation of the stipulations of any article of this Charter may be invalidated by the court.

Article 31. The Internal Auditor

31.1. An Internal Auditor, elected by the General Members' Meeting of the Association from the members of the Association for the period of five (5) years, shall be the auditing and controlling body of the Association.

31.2. The Internal Auditor shall:

1) conduct internal audits of financial and economic activities of the Association as may be required from time to time, but at least once a year;

2) report on the results of internal audits at the General Members' Meeting of the Association.

31.3. The Internal Auditor shall formalize his (her) decisions in a written certificate.

31.4. The Internal Auditor may not be a member of any other bodies of the Association.

31.5. The Internal Auditor shall be entitled to familiarize with and request all the documents and materials, required to conduct an internal audit.

VI. AUDIT OF THE ASSOCIATION

Article 32. Procedure for initiating an audit.

32.1. An audit of the Association's activities shall be carried out in order to control the financial activities of the Association as a whole, its governing bodies and individual Members and the compliance of these activities with the statutory objectives of the Association.

32.2. An audit of the Association's activities can be initiated:

1) by decision of the General Members' Meeting of the Association;

2) by decision of the Presidium of the Association;

3) at the request of at least 30 percent of the Members of the Association;

4) in other cases stipulated by law.

32.3. The selection and appointment of an audit company or an individual auditor of the Association is decided by the General Members' Meeting of the Association.

VII. AMENDMENTS TO THE CHARTER, REORGANIZATION AND LIQUIDATION OF THE ASSOCIATION

Article 33. Procedure for amending the Charter.

31.1. Amendments to the Charter shall be made by the decision of the General Members' Meeting of the Association in accordance with the procedure defined in this Charter.

31.2. The Charter, as amended, shall take effect for third parties upon its official registration, and in cases established by law, upon notification of such amendments to the authority that conducts official registration.

Article 34. Reorganization of the Association.

34.1. The Association has the right to transform itself into a public organization, foundation or autonomous non-profit organization.

34.2. When the Association is transformed, the rights and obligations of the Association are transferred to the newly established organization in accordance with the transfer act.

Article 35. Liquidation of the Association.

35.1. The Association's activities may be terminated:

1) by decision of the General Members' Meeting of the Association;

2) by a court decision in cases established by the legislation of the Russian Federation;

3) the liquidation of the Association shall be made by a Liquidation Commission, appointed by the General Meeting of the Association or the court.

35.2. Upon the appointment of a Liquidation Commission, the authority to manage the affairs of the Association shall pass to it. The liquidation commission shall carry out its activities in compliance with the legislation of the Russian Federation at such point in time.

35.3. The Association's property remaining after satisfaction of the claims of creditors, shall be used for the purposes provided for in the Charter or for charitable purposes and, if it is impossible to use it for these purposes, the property shall be forfeited to the State.